Parks Kenneth Scott
Form 4
March 05, 2019

# FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
**Washington, D.C. 20549**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

| | |
|---|---|
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Parks Kenneth Scott

(Last) (First) (Middle)

BUILDING 4, TRIDENT PLACE, MOSQUITO WAY

(Street)

HATFIELD, HERTFORDSHIRE, X0 AL10 9UL

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Mylan N.V. [MYL]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2019

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Ordinary Shares | 03/02/2019 | | M | | 6,103 | A | $ 0 | 15,541 | D | |
| Ordinary Shares | 03/02/2019 | | F | | 2,672 (1) | D | $ 27.45 | 12,869 | D | |
| Ordinary Shares | 03/03/2019 | | M | | 3,984 | A | $ 0 | 16,853 | D | |
| Ordinary Shares | 03/03/2019 | | F | | 1,745 (2) | D | $ 27.45 | 15,108 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**
**(*e.g.*, puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount Underlying Securitie (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amoun or Numbe of Sha |
| Employee Stock Option - Right to Buy | $ 27.45 | 03/01/2019 | | A | | 27,851 | | (3) | 03/01/2029 | Ordinary Shares | 27,85 |
| Restricted Stock Units | $ 0 | 03/01/2019 | | A | | 46,631 | | (4) | (4) | Ordinary Shares | 46,63 |
| Restricted Stock Units | $ 0 | 03/02/2019 | | M | | | 6,103 | (5) | (5) | Ordinary Shares | 6,10 |
| Restricted Stock Units | $ 0 | 03/03/2019 | | M | | | 3,984 | (6) | (6) | Ordinary Shares | 3,98 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Parks Kenneth Scott<br>BUILDING 4, TRIDENT PLACE, MOSQUITO WAY<br>HATFIELD, HERTFORDSHIRE, X0 AL10 9UL | | | Chief Financial Officer | |

# Signatures

| /s/ Kevin Macikowski, by power of attorney | 03/05/2019 |
|---|---|
| **Signature of Reporting Person | Date |

# Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

****** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**(1)** Represents withholding of ordinary shares for the tax liability associated with the vesting and settlement of a portion of the restricted stock units (RSUs) granted on March 2, 2018.

**(2)** Represents withholding of ordinary shares for the tax liability associated with the vesting and settlement of a portion of the RSUs granted on March 3, 2017.

**(3)** 9,284 of the options will vest on March 2, 2020, 9,283 will vest on March 2, 2021, and 9,284 will vest on March 2, 2022. The options expire on March 1, 2029.

**(4)** Each RSU represents the right to receive one ordinary share of Mylan N.V. 15,544 of the RSUs will vest on March 2, 2020, 15,543 will vest on March 2, 2021, and 15,544 will vest on March 2, 2022.

**(5)** Each RSU represents the right to receive one ordinary share of Mylan N.V. 6,103 of the RSUs granted on March 2, 2018 vested on March 2, 2019, and 6,102 will vest on each of March 2, 2020 and March 2, 2021.

**(6)** Each RSU represents the right to receive one ordinary share of Mylan N.V. 3,985 of the RSUs granted on March 3, 2017 vested on March 3, 2018, 3,984 vested on March 3, 2019, and 3,984 will vest on March 3, 2020.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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